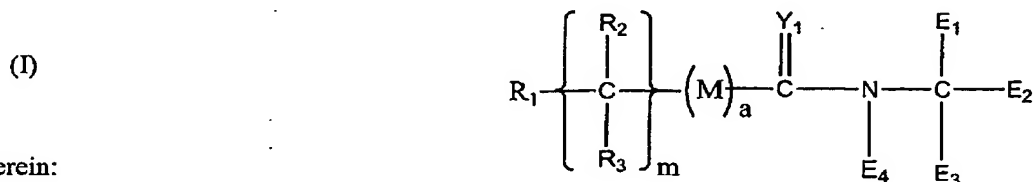


A. AMENDMENTS TO THE CLAIMS:

This listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims:

1. (Currently Amended) A compound comprising the formula:



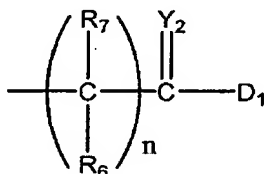
wherein:

R_1 is a polymeric residue;

Y_1 is O, S or NR_4 ;

M is O, S or NR_5 ;

E_1 is



$E_{2,4}$ are independently H, E_1 or

(a) is zero or one;

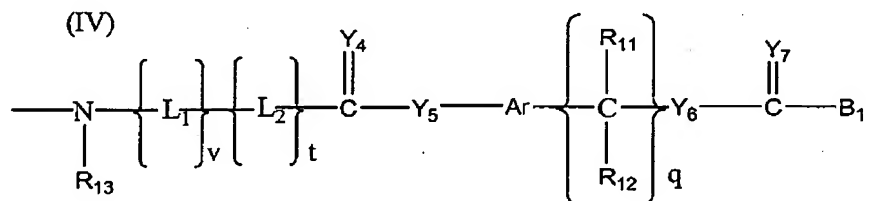
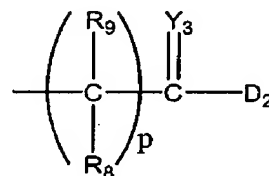
(m) is zero or a positive integer;

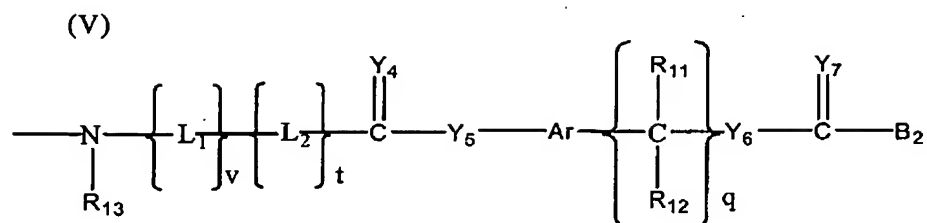
(n) and (p) are independently 0 or a positive integer;

$Y_{2,3}$ are independently O, S or NR_{10} ;

R_{2-10} are independently selected from the group consisting of hydrogen, C_{1-6} alkyls, C_{3-12} branched alkyls, C_{3-8} cycloalkyls, C_{1-6} substituted alkyls, C_{3-8} substituted cycloalkyls, aryls, substituted aryls, aralkyls, C_{1-6} heteroalkyls, substituted C_{1-6} hetero-alkyls, C_{1-6} alkoxy, phenoxy and C_{1-6} heteroalkoxy;

D_1 and D_2 are independently OH,





or a terminal branching group;

wherein (v) and (t) are independently 0 or a positive integer up to about 6;

(q) is zero or a positive integer;

L₁ and L₂ are independently selected bifunctional linkers;

Y₄₋₇ are independently selected from the group consisting of O, S and NR₁₄;

R₁₁₋₁₄ are independently selected from the group consisting of hydrogen, C₁₋₆ alkyls, C₃₋₁₂ branched alkyls, C₃₋₈ cycloalkyls, C₁₋₆ substituted alkyls, C₃₋₈ substituted cycloalkyls, aryls, substituted aryls, aralkyls, C₁₋₆ heteroalkyls, substituted C₁₋₆ heteroalkyls, C₁₋₆ alkoxy, phenoxy and C₁₋₆ heteroalkoxy;

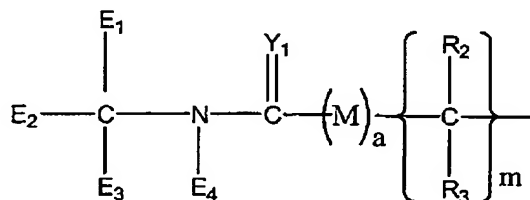
Ar is a moiety which when included in Formula (I) forms a multi-substituted aromatic hydrocarbon or a multi-substituted heterocyclic group;

B₁ and B₂ are independently selected from the group consisting of leaving groups, OH, residues of hydroxyl-containing moieties or amine-containing moieties;

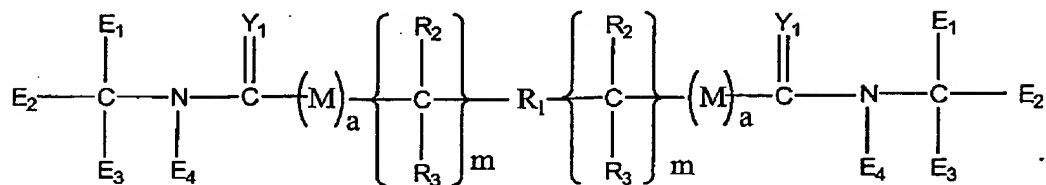
provided that E₂₋₄ are not all H;

and D₁ and D₂ are not both OH.

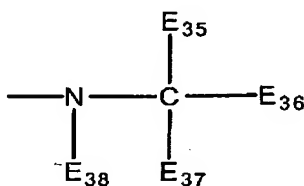
2. (Original) The compound of claim 1, wherein R₁ further comprises a capping group A, selected from the group consisting of hydrogen, NH₂, OH, CO₂H, C₁₋₆ moieties and



3. (Original) A compound of claim 2, comprising the formula:

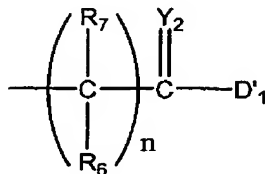


4. (Original) The compound of claim 1, wherein said terminal branching group comprises the formula:

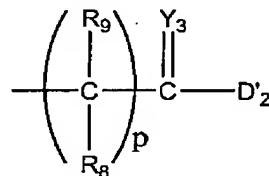


wherein

E₃₅ is



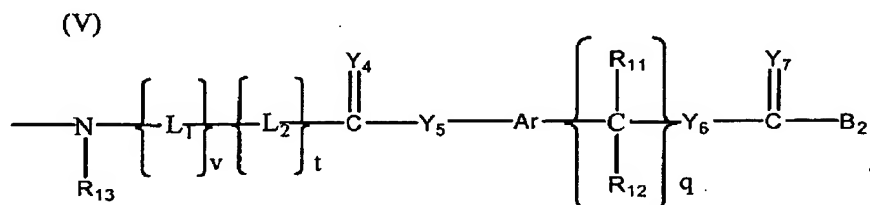
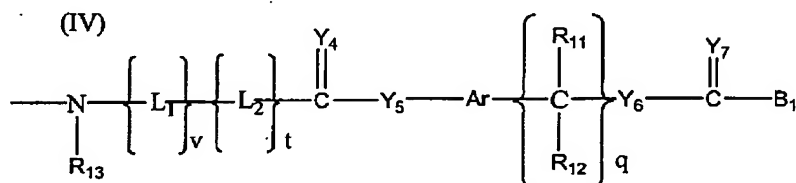
E₃₆₋₃₈ are independently H, E₃₅ or



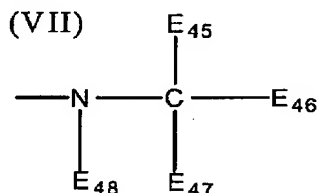
(n) and (p) are independently 0 or a positive integer;

Y_{2,3} are independently O, S or NR₁₀;

R_{6-10} are independently selected from the group consisting of hydrogen, C_{1-6} alkyls, C_{3-12} branched alkyls, C_{3-8} cycloalkyls, C_{1-6} substituted alkyls, C_{3-8} substituted cycloalkyls, aryls, substituted aryls, aralkyls, C_{1-6} heteroalkyls, substituted C_{1-6} hetero-alkyls, C_{1-6} alkoxy, phenoxy and C_{1-6} heteroalkoxy;
 D'_1 and D'_2 are independently OH,



or



wherein (v) and (t) are independently 0 or a positive integer up to about 6;

(q) is zero or a positive integer;

L_1 and L_2 are independently selected bifunctional linkers;

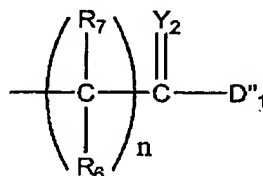
$Y_{4,7}$ are independently selected from the group consisting of O, S and NR_{14} ;

R_{11-14} are independently selected from the group consisting of hydrogen, C_{1-6} alkyls, C_{3-12} branched alkyls, C_{3-8} cycloalkyls, C_{1-6} substituted alkyls, C_{3-8} substituted cycloalkyls, aryls, substituted aryls, aralkyls, C_{1-6} heteroalkyls, substituted C_{1-6} hetero-alkyls, C_{1-6} alkoxy, phenoxy and C_{1-6} heteroalkoxy;

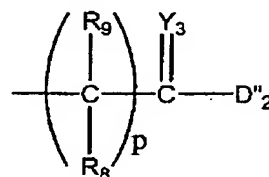
Ar is a moiety which when included in Formula (I) forms a multi-substituted aromatic hydrocarbon or a multi-substituted heterocyclic group;

B_1 and B_2 are independently selected from the group consisting of leaving groups, OH, residues of hydroxyl-containing moieties or amine-containing moieties;

E_{45} is

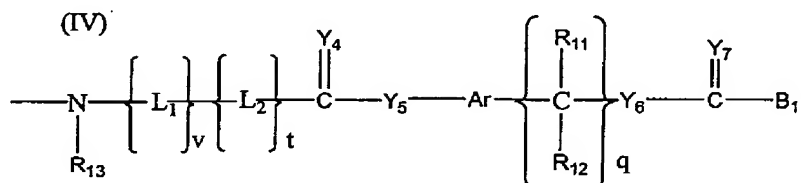


E_{46-48} are independently H, E_{45} or

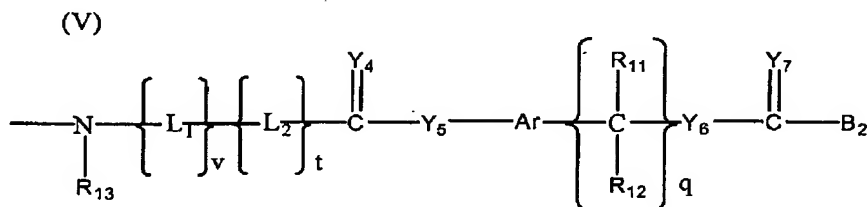


wherein

D''_1 and D''_2 are independently OH,



or



5. (Currently amended) The compound of claim 3, wherein Y_1 is O.
6. (Original) The compound of claim 1, wherein R_1 comprises a polyalkylene oxide residue.
7. (Original) The compound of claim 6, wherein R_1 comprises a polyethylene glycol residue.
8. (Original) The compound of claim 3, wherein R_1 comprises a polyethylene glycol residue.

9. (Original) The compound of claim 6, wherein R_1 is selected from the group consisting of

$-C(=Y_8)-(CH_2)_f-O-(CH_2CH_2O)_x-A$, $-C(=Y_8)-Y_9-(CH_2)_f-O-(CH_2CH_2O)_x-A$,
 $-C(=Y_8)-NR_{20}-(CH_2)_f-O-(CH_2CH_2O)_x-A$, $-(CR_{21}R_{22})_e-O-(CH_2)_f-O-(CH_2CH_2O)_x-A$,
 $-NR_{20}-(CH_2)_f-O-(CH_2CH_2O)_x-A$, $-C(=Y_8)-(CH_2)_f-O-(CH_2CH_2O)_x-(CH_2)_f-C(=Y_8)-$,
 $-C(=Y_8)-Y_9-(CH_2)_f-O-(CH_2CH_2O)_x-(CH_2)_f-Y_9-C(=Y_8)-$,
 $-C(=Y_8)-NR_{20}-(CH_2)_f-O-(CH_2CH_2O)_x-(CH_2)_f-NR_{20}-C(=Y_8)-$,
 $-(CR_{21}R_{22})_e-O-(CH_2)_f-O-(CH_2CH_2O)_x-(CH_2)_f-O-(CR_{21}R_{22})_e-$, and
 $-NR_{20}-(CH_2)_f-O-(CH_2CH_2O)_x-(CH_2)_f-NR_{20}-$

wherein:

Y_8 and Y_9 are independently O, S or NR_{20} ;

x is the degree of polymerization;

R_{20} , R_{21} and R_{22} are independently selected from among H, C_{1-6} alkyls,

C_{3-12} branched alkyls, C_{3-8} cycloalkyls, C_{1-6} substituted alkyls, C_{3-8} substituted cycloalkyls, aryls, substituted aryls, aralkyls, C_{1-6} heteroalkyls, substituted C_{1-6} heteroalkyls,

C_{1-6} alkoxy, phenoxy and C_{1-6} heteroalkoxy;

e and f are independently zero, one or two; and

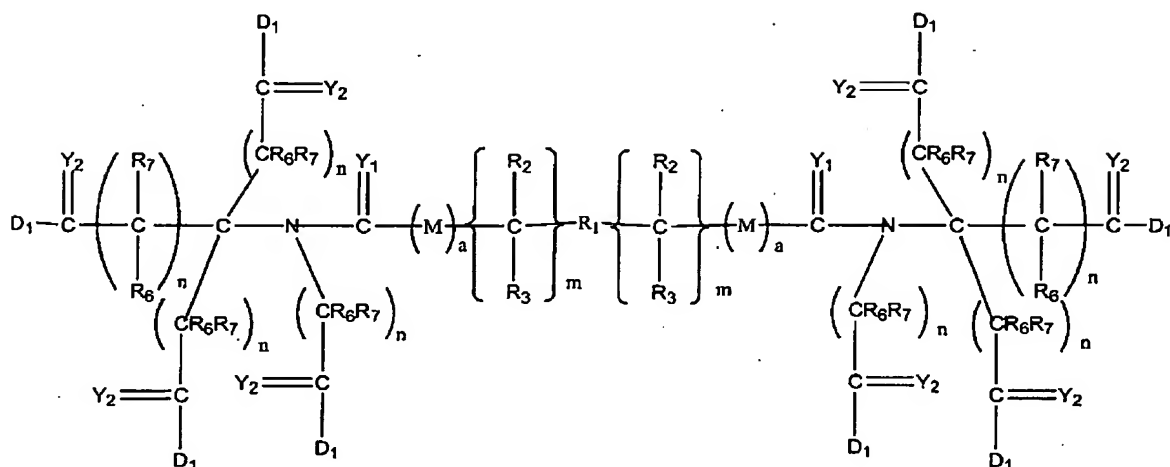
A is a capping group.

10. (Original) The compound of claim 9, wherein R_1 comprises $-O-(CH_2CH_2O)_x$ and x is a positive integer so that the weight average molecular weight is at least about 20,000.

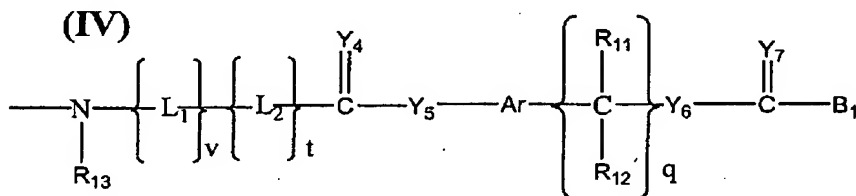
11. (Original) The compound of claim 3, wherein R_1 has a weight average molecular weight of from about 20,000 to about 100,000.

12. (Original) The compound of claim 3, wherein R_1 has a weight average molecular weight of from about 25,000 to about 60,000.

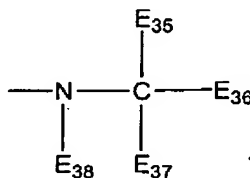
13. (Original) A compound of claim 3, comprising the formula



14. (Original) The compound of claim 13, wherein D₁ is



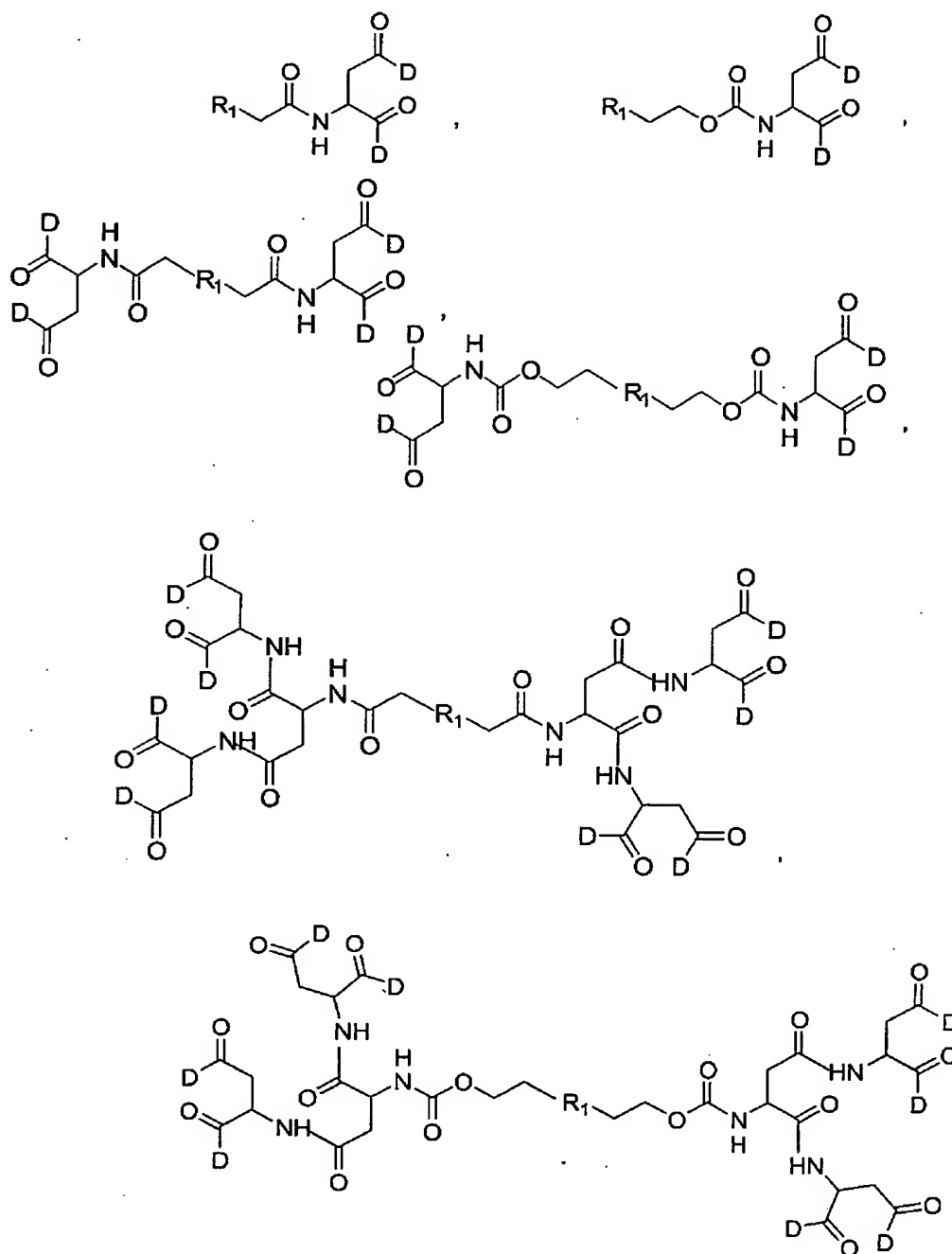
15. (Original) The compound of claim 13, wherein D₁ is

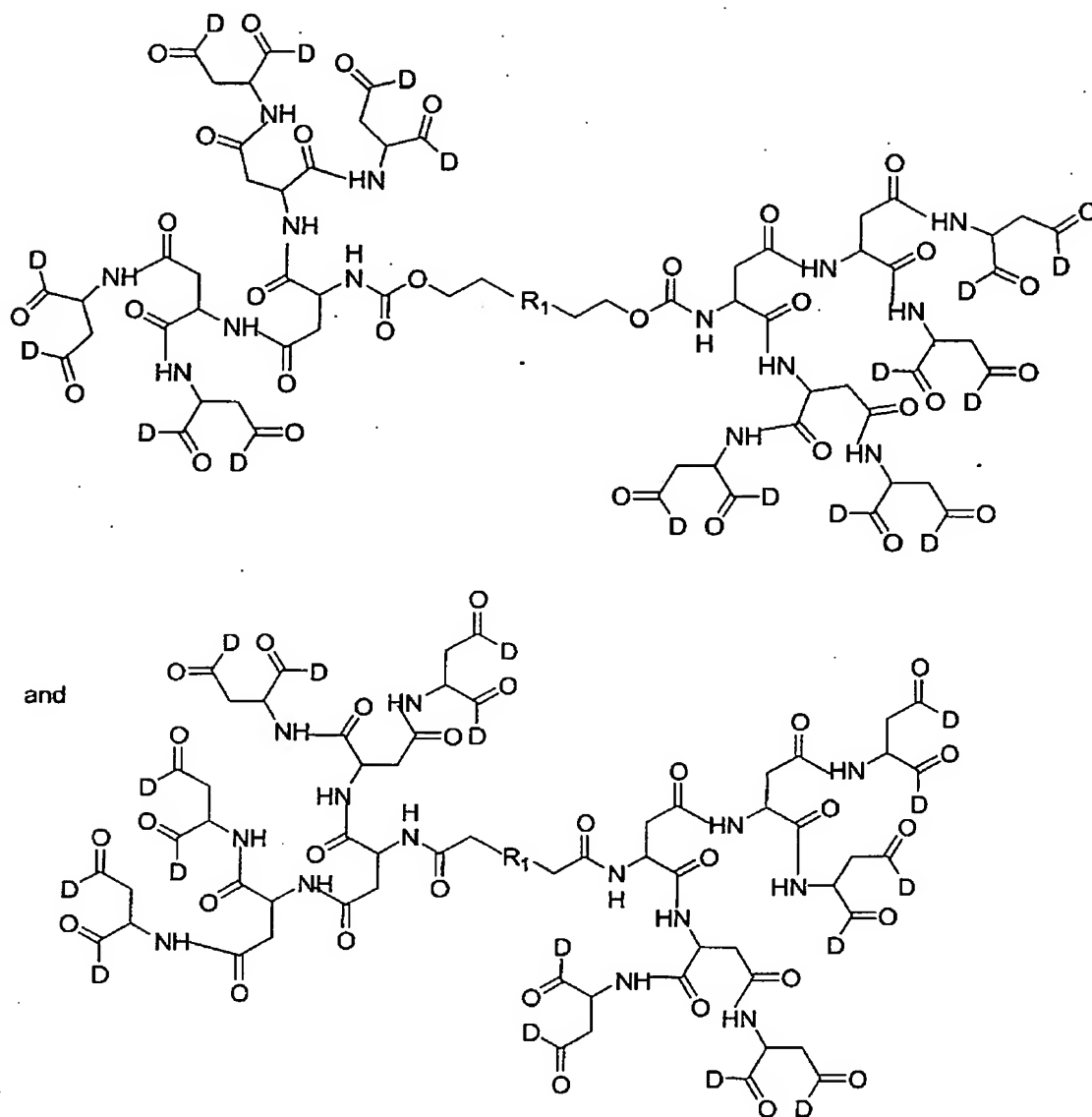


16. (Original) The compound of claim 1, wherein L₁ is (CH₂CH₂O)₂.

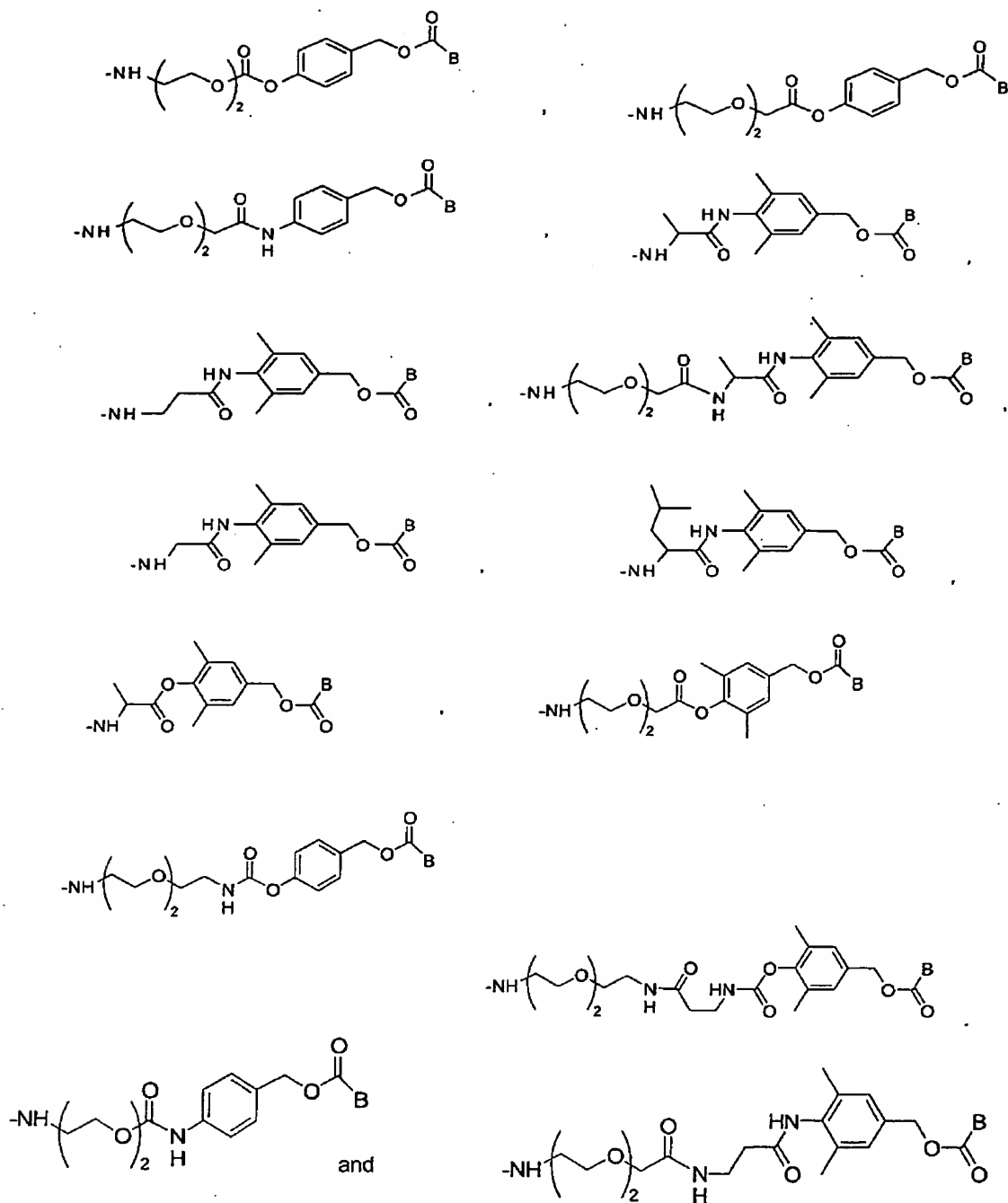
17. (Original) The compound of claim 1, wherein L₂ is selected from the group consisting of -CH₂-, -CH(CH₃)-, -CH₂C(O)NHCH(CH₃)-, -(CH₂)₂-, -CH₂C(O)NHCH₂-, -(CH₂)₂-NH-, -(CH₂)₂-NH-C(O)(CH₂)₂-NH- and -CH₂C(O)NHCH(CH₂CH(CH₃)₂)-

18. (Original) A compound of claim 1, selected from the group consisting of:



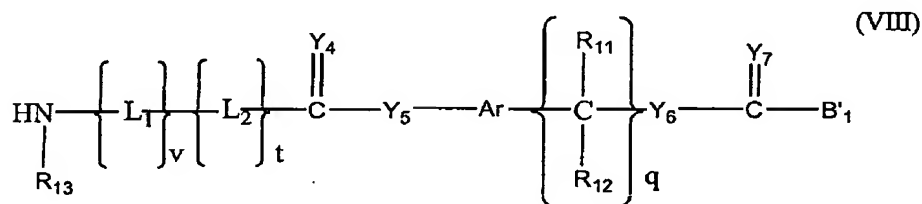


wherein R_1 is a PEG residue and D is selected from the group comprising:



where B is a residue of an amine or a hydroxyl-containing drug.

19. (Original) A compound of claim 18, wherein B is a residue of a member of the group consisting of: daunorubicin, doxorubicin; *p*-aminoaniline mustard, melphalan, Ara-C (cytosine arabinoside), leucine-Ara-C, and gemcitabine
20. (Original) A method of treatment, comprising administering to a mammal in need of such treatment an effective amount of a compound of claim 1, wherein D₁ is a residue of a biologically active moiety.
21. (Original) A method of treatment, comprising administering to a mammal in need of such treatment an effective amount of a compound of claim 18.
22. (Currently Amended) A method of preparing a polymer conjugate, comprising:
reacting a compound of the formula (VIII):



wherein

(v) and (t) are independently 0 or a positive integer up to about 6;

L₁ and L₂ are independently selected bifunctional linkers;

Y_{4,7} are independently selected from the group consisting of O, S and NR₁₄;

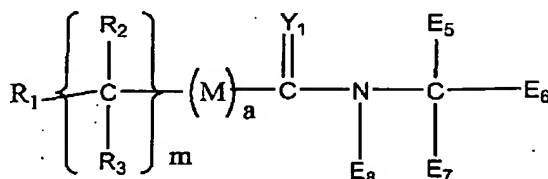
R₁₁₋₁₄ are independently selected from the group consisting of hydrogen, C₁₋₆ alkyls, C₃₋₁₂ branched alkyls, C₃₋₈ cycloalkyls, C₁₋₆ substituted alkyls, C₃₋₈ substituted cycloalkyls, aryls, substituted aryls, aralkyls, C₁₋₆ heteroalkyls, substituted C₁₋₆ hetero-alkyls, C₁₋₆ alkoxy, phenoxy and C₁₋₆ heteroalkoxy;

Ar is a moiety which when included in Formula (I) forms a multi-substituted aromatic hydrocarbon or a multi-substituted heterocyclic group; and

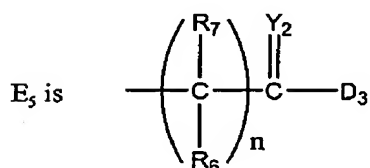
B'₁ is a residue of a hydroxyl- or an amine-containing moiety;

with a compound of the formula (IX):

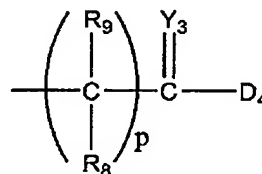
(IX)



wherein



E₆₋₈ are independently H, E₅ or



wherein

D₃ and D₄ are independently OH, a leaving group which is capable of reacting with an unprotected amine or hydroxyl or a terminal branching group;

R₁ is a polymeric residue;

Y₁ is O, S or NR₄;

M is O, S or NR₅;

(n) and (p) are independently 0 or a positive integer;

Y₂₋₃ are independently O, S or NR₁₀; and

R₂₋₁₀ are independently selected from the group consisting of hydrogen,

C₁₋₆ alkyls, C₃₋₁₂ branched alkyls, C₃₋₈ cycloalkyls, C₁₋₆ substituted alkyls, C₃₋₈ substituted cycloalkyls, aryls, substituted aryls, aralkyls, C₁₋₆ heteroalkyls, substituted C₁₋₆ hetero-alkyls, C₁₋₆ alkoxy, phenoxy and C₁₋₆ heteroalkoxy;

provided that E₆₋₈ are not all H;

and D₃ and D₄ are not both OH;

under conditions sufficient to cause a polymeric conjugate to be formed.